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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

IN RE: NATIONAL SECURITY AGENCY TELECOMMUNICATIONS RECORDS LITIGATION This Document Relates To: No. 06-220 (D.R.I.) No. 1:06-cv-632 (E.D. Cal.) No. cv-06-77 (D. Mont.) No. 06-2491 (D. La.) No. cv-06-694 (D. Ore.) No. 1:06-cv-2680 (N.D. Ill.) No. 06-224 (D.R.I.) No. 3:06-cv-3574 (N.D. Cal.) No. 3:06-cv-4221 (N.D. Cal.)	MDL NO. 06-1791 VRW **DECLARATION OF JOSEPH P. DUNBAR IN SUPPORT OF VERIZON'S MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION** [Fed. R. Civ. P. 12(b)(2)] Hearing Date: June 21, 2007 Time: 2:00 p.m. Courtroom: 6 (17th floor) Judge: Hon. Vaughn R. Walker

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I, Joseph P. Dunbar, declare as follows:

1. I am the Director of Administrative Reporting for Verizon Business Network Services, Inc. I make this declaration in support of Verizon's Motion To Dismiss for Lack of Personal Jurisdiction. The facts stated herein are based upon my own personal knowledge, informed by a review of corporate records of Verizon Communications Inc., MCI, LLC and its corporate predecessors, and Verizon Global Networks Inc. and interviews with knowledgeable persons. If called to testify, I could and would testify competently to the facts set forth below.

VERIZON COMMUNICATIONS INC.

2. Verizon Communications Inc. ("VCI") is a Delaware corporation with its corporate headquarters at 140 West Street, New York, NY 10007.

3. VCI is a holding company. Its only assets are the stock of its subsidiaries, certain trademarks, cash, promissory notes, and other equity investments. VCI conducts no business and provides no services of any kind to the public, including telecommunications services.

4. VCI does not advertise, solicit business, or provide any services in California, Illinois, Montana, Oregon, or Rhode Island. It has no offices, owns or leases no property, and has no employees in these states. VCI has never been registered or otherwise qualified to do business in these states, and it has not appointed an agent for service of process in these states.

5. Some of VCI's subsidiaries, including Verizon California Inc., Verizon West Coast Inc., Verizon North Inc., Verizon Northwest Inc., and Verizon New England Inc., do provide telecommunications services in California, Illinois, Oregon, or Rhode Island. Each of these subsidiaries is a corporate entity distinct and independent from VCI. Each has its own Board of Directors and management, has regularly scheduled Board meetings, and keeps its own books and records. VCI does not control the internal affairs or daily operations of these subsidiaries.

MCI, LLC AND ITS CORPORATE PREDECESSORS

6. MCI, LLC[1/] is a Delaware limited liability company. Its headquarters are at One Verizon Way in Basking Ridge, New Jersey.

7. MCI, LLC is a holding company. Its only assets are the stock of its subsidiaries, certain trademarks, cash, promissory notes, and other equity investments. MCI, LLC conducts no business and provides no services of any kind to the public, including telecommunications services.

8. MCI, LLC does not advertise, solicit business, or provide any services in California. It has no offices, owns or leases no property, and has no employees in California. MCI, LLC has never been registered or otherwise qualified to do business in California, and it has not appointed an agent for service of process in California.

9. Some of MCI, LLC's subsidiaries[2/] do provide telecommunications services in California. These subsidiaries are corporate entities distinct and independent from MCI, LLC. Each has its own Board of Directors and management, has regularly scheduled Board meetings, and keeps its own books and records. MCI, LLC does not control the internal affairs or daily operations of these subsidiaries.

10. MCI, LLC is the successor to MCI, Inc. On January 6, 2006, in order to effectuate the merger between MCI and Verizon, MCI, Inc. was merged into a Delaware limited liability company called Eli Acquisition, LLC, that was a subsidiary of Verizon Communications Inc. As part of the transaction, Eli Acquisition, LLC was renamed MCI, LLC.

11. MCI, Inc. was a Delaware corporation headquartered in Virginia. Like MCI, LLC, MCI, Inc. was a holding company. MCI, Inc. offered no services to the public, including telecommunications services.

[1/] MCI, LLC changed its name to Verizon Business Global LLC effective November 21, 2006. This declaration, however, uses the prior name because that is the name Plaintiffs have used in their complaint.

[2/] These subsidiaries include MCI Communications Services Inc. d/b/a Verizon Communications Services, MCImetro Access Transmission Services LLC d/b/a Verizon Access Transmission Services, TTI National Inc., and Teleconnect Long Distance Services and Systems Company.

12. MCI, Inc. did not advertise, solicit business, or provide any services in California. It had no offices, owned or leased no property, and had no employees in California. MCI, Inc. was not registered or otherwise qualified to do business in California, and it did not have an agent for service of process in California.

13. Some of MCI, Inc.'s subsidiaries[3/] did provide telecommunications services in California. Each subsidiary was a corporate entity distinct and independent from MCI, Inc. Each subsidiary had its own Board of Directors and management, had regularly scheduled Board meetings, and kept its own books and records. MCI, Inc. did not control the internal affairs or daily operations of these subsidiaries.

14. MCI, Inc. was the successor to WorldCom, Inc. It was formed on April 20, 2004 under WorldCom, Inc.'s plan of reorganization. WorldCom, Inc. was incorporated in 1983.

15. WorldCom, Inc. was a Georgia corporation headquartered in Mississippi. It also was a holding company that provided no services to the public.

16. WorldCom, Inc. did not advertise, solicit business, or provide any services in California. It. had no offices, owned or leased no property, and had no employees in California. WorldCom, Inc. was not registered or otherwise qualified to do business in California, and it did not have an agent for service of process in California.

17. Some of WorldCom, Inc.'s indirect subsidiaries[4/] did provide telecommunications services in California. Each subsidiary was a corporate entity distinct and independent from WorldCom, Inc., and each had its own Board of Directors and management, had regularly scheduled Board meetings, and kept its own books and records. WorldCom, Inc. did not control the internal affairs or daily operations of these subsidiaries.

[3/] These subsidiaries included MCI Communications Services Inc., MCI Network Services Inc., MCImetro Access Transmission Services LLC, TTI National Inc., and Teleconnect Long Distance Services and Systems Company.

[4/] These indirect subsidiaries included MCI WorldCom Communications Services Inc., MCI WorldCom Network Services Inc., MCImetro Access Transmission Services LLC, TTI National Inc. and Teleconnect Long Distance Services and Systems Company, Metropolitan Fiber Systems of California Inc., Brooks Fiber Communications of Bakersfield Inc., Brooks Fiber Communications of Fresno Inc., Brooks Fiber Communications of Sacramento Inc., Brooks Fiber Communications of San Jose Inc., and Brooks Fiber Communications of Stockton Inc.

VERIZON GLOBAL NETWORKS INC.

18. Verizon Global Networks Inc. is a Delaware corporation with its corporate headquarters at One Verizon Way in Basking Ridge, New Jersey. Verizon Global Networks Inc. offers services to affiliated telephone carriers in the wholesale market. It does not provide telecommunications services to individuals.

19. Verizon Global Networks Inc. does not advertise, solicit business, or provide any services in Louisiana. It has no offices, owns or leases no property, and has no employees in Louisiana. It has never been registered or otherwise qualified to do business in Louisiana, and it has not appointed an agent for service of process in Louisiana.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 30, 2007. /s/ Joseph P. Dunbar

Joseph P. Dunbar

I hereby attest that I have on file a holograph signature for the signature above indicated by a "conformed" signature (/s/).

/s/ Brian M. Boynton

Brian M. Boynton